



SECURITIES AND BUSINESS REGULATION
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ROBERT D. TERRY
 Assistant Commissioner of Securities

KAREN HANDEL
 Commissioner of Securities

SMALL ISSUE REGISTRATION
Document and Disclosure Checklist
Georgia Securities Act of 1973, As Amended
OCGA 10-5-5(e)

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Control #: _____

Examiner: _____

APPLICANT:

NOT REQUIRED
 ON FILE
 APPLICATION
 PROSPECTUS PAGE
 ATTACHED

Location	Description of Document/Disclosure	OCGA 10-5
	1. STATUTORY LIMITATION (Circle A or B) A. Maximum aggregate offering of \$1,000,000 with an unlimited number of investors; OR B. Maximum of 50 investors with an unlimited aggregate offering	5(e)(1)(A) Regulation D - Rule 504 5(e)(1)(B)
	2. APPLICATION FOR REGISTRATION A. Complete all applicable parts of Form 8 B. Document and Disclosure Checklist C. Manual signatures of officers and directors	5(e)(2)
	3. CORPORATE DOCUMENTS A. Articles of Incorporation B. Bylaws C. Management or other material contracts D. Indenture or other instrument relating to the securities to be registered E. Consent to Service of Process F. Corporate resolution authorizing consent G. Date and place organized	5(e)(2) 5(e)(3)(E) 5(e)(2) 6(c) 6(c) 5(e)(3)(A)
	4. DESCRIPTION OF OFFERING A. Type of securities B. Number offered C. Offering price and how computed D. Aggregate offering E. General purpose of offering F. Specific use of proceeds G. Commission, discounts and expenses of offering	5(e)(3)(C)
	5. DIRECTORS, OFFICERS AND CONTROL PERSONS A. Compensation to officers, directors and affiliates B. Statement concerning all previous securities or proposed transactions with issuer C. Material interest in any material transaction within past three years, or any proposed transaction	5(e)(3)(D) 12(a)(2) 5(e)(3)(D) 5(e)(3)(D)
	6. ESCROW A. Minimum business plan B. Agreement to escrow securities C. Agreement in escrow proceeds D. Petition for waiver of escrow E. Letter from escrow agent regarding release of funds notification	6(e); 590-4-3-.01

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Location	Description of Document/Disclosure	OCGA 10-5
	7. FEES A. Initial Registration: 1/20 of 1% of aggregate offering (\$250 min.) B. Renewal: \$100 C. Additional assessments D. Reports: \$10	6(a) 6(i) 590-4-3-.08 6(j)
	8. FINANCIAL STATEMENTS A. 90 day unaudited balance sheet B. Profit and loss statement C. Projections and forecasts	5(e)(3)(B) and 5(e)(7)
	9. LEGAL AND PROFESSIONAL OPINIONS AND STATEMENTS A. Manually signed copy of opinion, certification or report identified in prospectus B. Written consent by anyone whose opinion or statement will be used in connection with the offering	5(e)8
	10. LEGENDS A. Rescission B. Disclaimer C. Forecasts and projections D. Negotiability legend E. Restricted legend	5(e)(3)(C) 6(d) 5(e)(3)(E) 19 5(e)(1)(B)
	11. LITIGATION, MATERIAL A. Issuer B. Officers, directors and affiliates	5(e)(3)(E) and 12(a)(2)
	12. PROSPECTUS A. Draft copy B. Final dates copy C. Sales literature D. Literature for selling group E. Rescission forms	5(e)(3) 5(e)(3)(C)
	13. RISK FACTORS A. Competition B. Litigation C. Conflicts D. Key officials E. Investigative proceedings F. Market conditions G. Track record H. Dilution	12(a)(2) and 5(e)(3)(E)

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Location	Description of Document/Disclosure	OCGA 10-5
	14. SELLING SHAREHOLDERS (AFFILIATES)	5(e)(1)
	A. Name and address	
	B. Amount of securities owned	
	C. Relationship to issuer	
	15. SPECIMEN OF SECURITIES TO BE ISSUED	5(e)(1)(B)
	16. STOCK/SECURITIES OPTIONS DESCRIPTION	5(e)(3)(C)
	17. STOCK SUBSCRIPTION AGREEMENT	
	A. Investment intent	5(e)(1)(B)
	B. Negotiable instruments	19
	18. UNDERWRITING OR SELLING GROUP AGREEMENT	12(a)(2)
	19. USE OF PROCEEDS	5(e)(3)(C)